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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 35297

ORIGINAL

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**NEW JERSEY SEASHORE LINES, INC.
--OPERATION EXEMPTION--
CLAYTON COMPANIES, INC.**



**VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 49 U.S.C. 10901 and 49 CFR 1150.31**

**ENTERED
Office of Proceedings**

SEP 10 2009

NOTICE OF OPERATION OF RAIL LINE

**Part of
Public Record**

FEE RECEIVED

SEP 10 2009

**SURFACE
TRANSPORTATION BOARD**

Submitted By:

ORIGINAL

John D. Heffner
John D. Heffner, PLLC
1750 K Street, N.W.
Suite.200
Washington, D.C. 20006
(202) 296-3333

Counsel for Petitioner

FILED

SEP 10 2009

**SURFACE
TRANSPORTATION BOARD**

Dated: September 10, 2009

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 35297

**NEW JERSEY SEASHORE LINES, INC.
--OPERATION EXEMPTION--
CLAYTON COMPANIES, INC.**



**VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 49 U.S.C. 10901 and 49 CFR 1150.31**

NOTICE OF OPERATION OF RAIL LINE

INFORMATION REQUIRED BY 49 CFR 1150.33

Name and Address of Applicant

49 CFR 1150.33(a)

New Jersey Seashore Lines, Inc.
591 Greenwood Drive,
Hammonton, NJ 08037.

Applicant's Representative

49 CFR 1150.33(b)

John D. Heffner
John D. Heffner, PLLC
1750 K Street, N.W.
Suite 200
Washington, D.C. 20006
(202) 296-3333

Statement of Agreement

49 CFR 1150.33(c)

New Jersey Seashore Lines, Inc., has executed an agreement with Clayton Companies, Inc. (“Clayton”) for NJSL to operate for a 10 year period an out of service private line of railroad that Clayton currently owns. NJSL’s proposed operation is more fully described below.

Operator of the Property

49 CFR 1150.33(d)

In all cases anticipated by this Notice, and as described in the transaction summary provided below, NJSL will hold itself out to provide common carrier rail freight service over the subject rail facilities.

Brief Summary of Transaction

49 CFR 1150.33(e)

NJSL is a newly established railroad corporation organized under New Jersey law for the purpose of owning, leasing, and operating railroad lines. It will become a class III short line railroad upon consummation of this transaction. NJSL is a corporate affiliate of Cape May Seashore Lines, Inc. (“CMSL”), an existing corporation and class III short line rail carrier that presently provides common carrier freight and unregulated excursion passenger service over a noncontiguous line owned by New Jersey Transit Corporation.¹ See, discussion of related transactions below.

¹ CMSL’s operation was authorized by the Board in Cape May Seashore Lines, Inc.- Modified Rail Certificate, STB Finance Docket No. 34112, served November 19, 2001. A copy is attached to the notice of exemption for continuance in control authority referenced below.

As indicated above, NJSL will operate a currently out of service private line of railroad formerly owned by Consolidated Rail Corporation (“Conrail”) and originally known as the Central Railroad Company of New Jersey’s Southern Division (hereafter “the Line”). NJSL believes that Conrail abandoned this line many years ago. Subsequent to Conrail’s abandonment, the Line was acquired in 1985 by Clayton, a rail shipper, for use as a private industry track. Clayton has engaged NJSL to operate the Line replacing Ashland Railway, Inc., which had formerly operated the Line as its contract operator.

Other information required

The name and address of the railroad transferring the subject property:

The Line’s owner is Clayton Industries, Inc., with offices located at P.O. Box 3015, Lakewood, NJ 08701.

(1) The proposed time schedule for consummation of the transaction:

NJSL plans to commence operations on October 10, 2009, at least 30 days from the date of this notice.

(2) The mileposts of the subject property, including any branch lines:

The line extends between MP 66.0 at Lakehurst, Borough of Lakehurst, Ocean County, NJ, and MP 79.0 at Woodmansie, Woodland Township, Burlington County, NJ.

(3) The total route miles being [operated]:

13 miles.

Related transactions

Concurrently with this filing, Anthony Macrie who owns 100% of the common stock of both NJSL and CMSL is submitting a Verified Notice of Exemption under 49 CFR 1180.2(d)(2) for authority to continue in control of both companies.²

Map

49 CFR 1150.33(f)

A map depicting the railroad trackage to be operated is attached as Exhibit A.

Certificate of Carrier Classification **49 CFR 1150.33(g)**

NJSL certifies that, with this acquisition, its projected annual revenues will be less than \$5,000,000 annually. A certificate complying with the provisions of 49 CFR 1150.33(g) is attached as Exhibit B to this notice.

Transactions Imposing Interchange Commitments **49 CFR 1150.33(h)**

Not applicable. The operating agreement does not contain any language limiting NJSL's ability to interchange with other carriers. Furthermore, the only

² Docketed as STB Finance Docket No. 35296.

rail connection between this line and the national rail system is at Lakehurst where the Line connects with a line of Conrail.

Disclosure of Intent to Transport Waste

NJSL does not presently intend to provide facilities for the collecting, sorting, loading, unloading, transferring, or transporting of municipal solid waste (“MSW”) or construction and demolition (“C&D”) material.

Labor Protection

Labor protective conditions are not applicable to transactions under 49 U.S.C. 10901.

Caption Summary **49 CFR 1150.34**

A caption summary in the prescribed form is attached as Exhibit C to this Notice.

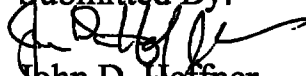
Environmental and Historic Preservation Data **49 CFR 1105**

Pursuant to 49 CFR 1105.6(c) (2), the proposed transaction is exempt from environmental review under 49 CFR 1105(c) (2) (i), because the actions proposed herein will not cause any operating changes that exceed the thresholds established in 1105.7(e) (4) or (5).

In addition, this transaction is exempt from historic review under 1105.8(b) (1). Under this section, a sale, lease or transfer of a rail line is exempt if rail operations will continue. Further Board approval is required for the parties to

abandon service, and there are no plans to dispose of or alter the properties subject to Board jurisdiction.

Submitted By:



John D. Heffner

John D. Heffner, PLLC

1750 K Street, N.W.

Suite 200

Washington, D.C. 20006

(202) 296-3333

Counsel for Petitioner

Dated: September 10, 2009

EXHIBIT A

NEW JERSEY'S RAILROAD NETWORK

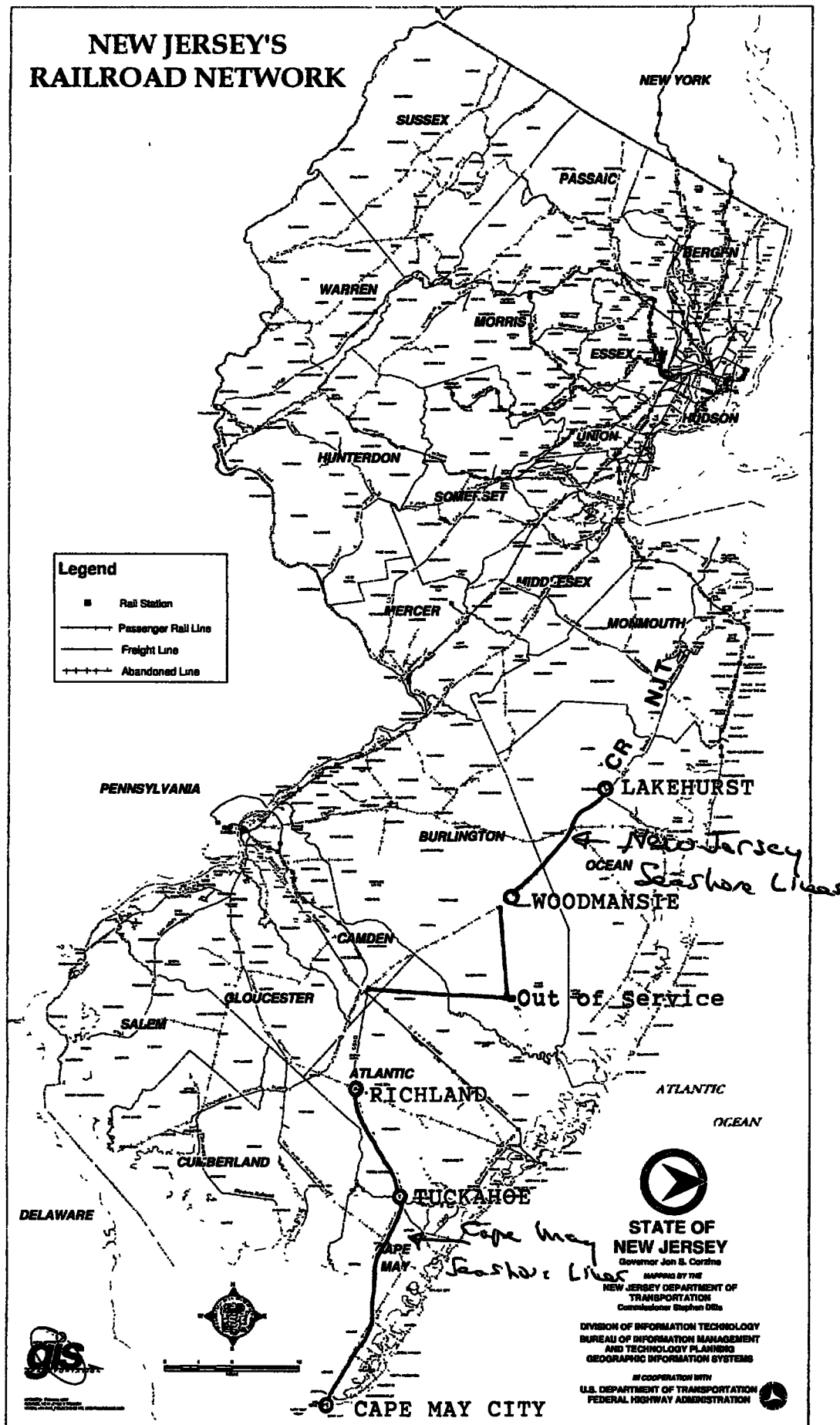


EXHIBIT B

Certification

I, ANTHONY C. MACRIE, certify that I am President of New Jersey Seashore Lines, Inc., and that applicant's projected revenues do not exceed those that would qualify it as a Class III carrier.

I further certify that the foregoing statements made by me are true, and that I am aware that if any of the foregoing statements made by me be willfully false, I am subject to punishment.

Dated: September 4, 2009


ANTHONY C. MACRIE

VERIFICATION

STATE OF NEW JERSEY)

)

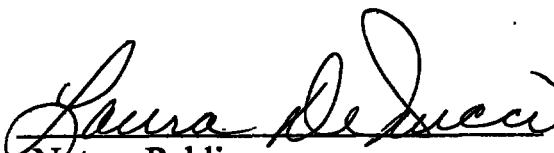
SS

COUNTY OF ATLANTIC)

ANTHONY C. MACRIE, being duly sworn according to law, hereby deposes and states that he is authorized to make this Verification, has read the foregoing document, and knows the facts asserted therein are true and accurate as stated, to the best of his knowledge, information, and belief.


ANTHONY C. MACRIE

Subscribed to and sworn to before me, a Notary Public, in and for the State of New Jersey, County of Atlantic, this ~~4th~~ day of September, 2009.


Notary Public

My commission expires:

7/22/13

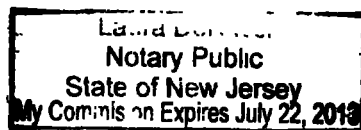


EXHIBIT C

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 35297

**NEW JERSEY SEASHORE LINES, INC.
--OPERATION EXEMPTION--
CLAYTON COMPANIES, INC.**

New Jersey Seashore Lines, Inc., a newly established class III short line railroad common carrier, has filed a Verified Notice of Exemption under 49 CFR 1150.31 seeking to operate an out of service and abandoned line of railroad currently owned by Clayton Industries, Inc. The subject rail property consists of approximately 13 miles of track between MP 66.0 at Lakehurst, Borough of Lakehurst, Ocean County, NJ, and MP 79.0 at Woodmansie, Woodland Township, Burlington County, NJ.

NJSL requests that this exemption be effective on October 10, 2009, more than thirty days after the filing of this exemption. Concurrently with this filing, NJSL's sole owner Anthony Macrie is submitting a Verified Notice of Exemption under 49 CFR 1180.2(d)(2) to continue in control of

NJSL and Cape May Seashore Lines, Inc., an existing class III rail common carrier.¹

Comments must be filed with the Board and served on:

John D. Heffner, Esq.
John D. Heffner, PLLC
1750 K Street, N.W. – Suite 200
Washington, D.C. 20006
Telephone: (202) 296-3334

This notice is filed under 49 C.F.R. 1150.31. If the notice contains false or misleading information, the exemption is void ab initio. The filing of a petition to revoke will not automatically stay the transaction.

(seal)

Anne K. Quinlan
Acting Secretary

¹ Docketed as STB Finance Docket No. 35296.